

EXHIBIT F

Doc #44103

CHATWINS GROUP, INC.

as Issuer,

and

THE FIRST NATIONAL BANK OF BOSTON
as Trustee

\$50,000,000

13% Senior Notes due 2003

13% Senior Exchange Notes due 2003

INDENTURE

Dated as of May 1, 1993

in respect of the Securities and this Indenture may be served. The Company shall give prompt written notice to the Trustee of the location, and any change in the location, of such office or agency. If at any time the Company shall fail to maintain any such required office or agency or shall fail to furnish the Trustee with the address thereof, such presentations, surrenders, notices and demands may be made or served at the address of the Trustee set forth in Section 11.02.

The Company may also designate from time to time one or more other offices or agencies where the Securities may be presented or surrendered for any and all such purposes and may from time to time rescind such designations; provided that no such designation or rescission shall in any manner relieve the Company or its obligation so to designate as aforesaid an office or agency in the Borough of Manhattan, the City of New York, for such purposes. The Company shall give prompt written notice to the Trustee of any such designation or rescission and of any change in the location of any such other office or agency.

The Company hereby initially designates the Corporate Trust Office as one such office or agency of the Company in accordance with Section 2.03.

**Section 4.03. SEC Reports and Reports to Securityholders;
144A Information.**

(a) The Company shall file with the Trustee, within fifteen days after it or any Subsidiary files the same with the SEC, copies of the annual and quarterly reports and of the information, documents and other reports (or copies of such portions of any of the foregoing as the SEC may by rules and regulations prescribe) that the Company or such Subsidiary is required to file with the SEC pursuant to Section 13 or 15(d) of the Exchange Act or pursuant to this Section 4.03. If the Company is not subject to the requirements of such Section 13 or 15(d), the Company shall, in any event, file with the SEC, at the same time as it or any Subsidiary would have been required to file the same with the SEC, the annual and quarterly reports and the information, documents and other reports (and with respect to annual reports, an auditors' report by a firm of established national reputation), including a "Management's Discussion and Analysis of Financial Condition and Results of Operations," comparable to that which the Company or such Subsidiary would have been required to file with the SEC if the Company or such Subsidiary had been subject to the requirements of such Section 13 or 15(d). The Company also shall comply with the provisions of TIA § 314(a).